

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF MICHIGAN**

In re)
CITY OF DETROIT, MICHIGAN,) Chapter 9
Debtor.) Case No. 13-53846
) Hon. Steven W. Rhodes
)

**SYNCORA GUARANTEE INC. AND SYNCORA CAPITAL ASSURANCE INC.
DISCLOSURE OF WITNESSES AND DOCUMENTS IN ADVANCE OF THE
SEPTEMBER 9, 2013 HEARING**

On August 2, 2013 this Court held a status hearing regarding the *Motion of Debtor for Entry of an Order (I) Authorizing the Assumption of that Certain Forbearance and Optional Termination Agreement Pursuant to Section 365(a) of the Bankruptcy Code, (II) Approving such Agreement Pursuant to Rule 9019, and (III) Granting Related Relief*, dated July 18, 2013, [Docket No. 17] (the “Assumption Motion”). In its subsequent Order Establishing Dates and Deadlines [Docket No. 281], the Court provided an August 16, 2013 deadline to file with the Court lists of exhibits and witnesses in connection with the hearing on the Assumption Motion scheduled for September 9, 2013.

Syncora Guarantee Inc. and Syncora Capital Assurance Inc. (collectively, “Syncora”) file this disclosure of potential witnesses and exhibits in connection with the hearing set by the Court for September 9, 2013.

Syncora may call the following witnesses in response to the City’s case-in-chief:

Witnesses

1. Todd Snyder
2. Michael Rakiter
3. Claude LeBlanc
4. Mary Jane Constant
5. Kevyn D. Orr
6. Brenda Jones

7. Cheryl R. Johnson
8. Brent Hartzell
9. Portia Roberson
10. Susan E. Jacobsen

Syncora may introduce the following documents as part of its examination of the City's witnesses or Syncora's witnesses. We understand that the City has copies of each of the documents listed below, but, in the event that the City does not have copies of any of the below documents, we will provide such copies to the City upon request.

Documents

1. Service Contracts dated June 7, 2006
2. ISDA Master Agreements dated May 25, 2005 and June 7, 2006
3. Amended and Restated Schedules to ISDA Master Agreements dated June 6, 2009
4. Contract Administration Agreement dated June 12, 2006
5. Trust Agreement dated June 12, 2006
6. Collateral Agreement dated June 15, 2009
7. Forbearance Agreement dated July 15, 2013
8. Syncora Municipal Bond Insurance Policy Series 2006-B, effective June 12, 2006
9. Syncora Swap Insurance Policies
 - a. UBS-GRS dated June 12, 2006
 - b. UBS-PFRS dated June 12, 2006
 - c. SBS-GRS dated June 12, 2006
 - d. SBS-PFRS dated June 12, 2006
10. Project Piston Cash Flow Forecast - monthly (FY 2013, FY 2014, FY 2015), as of June 21, 2013
11. City of Detroit Proposal for Creditors Dated June 14, 2013
12. U.S. Bank Notice of Event of Default Regarding The City of Detroit, Michigan to Swap Counterparties and Ratings Agencies dated July 26, 2013
13. U.S. Bank Notice of Bankruptcy Filing to Beneficial Holders of Series 2005-A Certificates of Participation dated July 26, 2013
14. U.S. Bank Notice of Bankruptcy Filing to Beneficial Holders of Series 2006-A and 2006-B Certificates of Participation dated July 26, 2013

Dated: August 16, 2013

/s/ Ryan Blaine Bennett

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- and -

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